

**IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	Chapter 7
	§	
MFF DCK, LLC	§	
	§	Case No. 17-40850
Debtor.	§	
	§	
	§	

**DEBTOR'S SUBMISSION OF SCHEDULES OF ASSETS AND LIABILITIES
AND STATEMENT OF FINANCIAL AFFAIRS**

MFF DCK, LLC, debtor herein, hereby submits its Schedules of Assets and
Liabilities and Statement of Financial Affairs.

Dated: March 17, 2017

Respectfully submitted,

/ Michael D. Warner

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Attorneys for Debtor

Fill in this information to identify the case:

Debtor name MFF DCK, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF TEXAS

Case number (if known) 17-40850-rfn7

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

For prior year:
From 1/01/2016 to 12/31/2016

☒ Operating a business
☐ Other _____

\$2,117,289.00

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer
Check all that apply

3.1. See Attachment 1

Unknown

☐ Secured debt
☐ Unsecured loan repayments
☐ Suppliers or vendors
☐ Services
☐ Other _____

Debtor **MFF DCK, LLC**

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4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. See Attachment 1		Unknown	

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☐ None

Creditor's name and address	Describe of the Property	Date	Value of property
See Attachment 1			Unknown

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☐ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
See Attachment 1			Unknown
Last 4 digits of account number: _____			

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. Hardie's Fruit & Vegetable Co. v. My Fit Holdings, LLC 3:17-CV-00460	Money Owed	United States District Court Northern District of Texas, Dallas Division	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

Debtor **MFF DCK, LLC**

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☐ None

Custodian's name and Address
See Attachment 1

Describe the property

Value

Unknown

Case title

Court name and address

Case number

Date of order or assignment

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☐ None

Recipient's name and address

Description of the gifts or contributions

Dates given

Value

9.1. See Attachment 1

Unknown

Recipients relationship to debtor

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☐ None

Description of the property lost and how the loss occurred

Amount of payments received for the loss

Dates of loss

Value of property lost

If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.

List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).

See Attachment 1

Unknown

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case. **NOTE: The amounts listed below relate to the representation of MFF DCK, LLC and sixteen (16) related debtors.**

☐ None.

Debtor **MFF DCK, LLC**

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	Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1.	Cole Schotz, P.C. 301 Commerce Street Suite 1700 Fort Worth, TX 76102		3/1/17	\$20,000.00
	Email or website address <u>mwarnar@coleschotz.com</u>			
	Who made the payment, if not debtor? Marlin Management Company, LLC			
11.2.	Enterprise Management Advisors, LLC 601 S. Figueroa Street Suite 4050 Los Angeles, CA 90017		2/1/17 (\$120,000); 2/14/16 (\$95,509)	\$215,509.00
	Email or website address <u>dhall@ema-group.com</u>			
	Who made the payment, if not debtor? My Fit Foods, LLC			
11.3.	Pachulski Stang Ziehl & Jones LLP 10100 Santa Monica Blvd. 13th Floor Los Angeles, CA 90067		2/6/17 (\$25,000 - MFF); 2/15/17 (\$25,000 - MFF); 2/27/17 (\$50,000 - Marlin	\$100,000.00
	Email or website address <u>jdulberg@pszjlaw.com</u>			
	Who made the payment, if not debtor? My Fit Foods, LLC and Marlin Managment Company			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☐ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
See Attachment 1			Unknown
Trustee			

13. Transfers not already listed on this statement

Debtor **MFF DCK, LLC**

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List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☐ None.

	Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1	See Attachment 1			Unknown
	Relationship to debtor			

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

	Address	Dates of occupancy From-To
14.1.	See Attachment 1	

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:
 - diagnosing or treating injury, deformity, or disease, or
 - providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☒ No. Go to Part 9.
☐ Yes. Fill in the information below.

	Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
15.1.			
		Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept? Check all that apply: <input type="checkbox"/> Electronically <input type="checkbox"/> Paper

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

- ☐ No.
☒ Yes. State the nature of the information collected and retained. **See Attachment 1**

Does the debtor have a privacy policy about that information?

- ☐ No
☒ Yes

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17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☒ No. Go to Part 10.
☐ Yes. Does the debtor serve as plan administrator?

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?
 Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

<input type="checkbox"/> None	Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
	18.1. See Attachment 1	XXXX-	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other___		Unknown

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
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20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
---------------------------	-----------------------------------	-----------------------------	-----------------------

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☐ None

Owner's name and address	Location of the property	Describe the property	Value
See Attachment 1			Unknown

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly

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owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- ☒ No.
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
			<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
			<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☐ None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
		Dates business existed EIN: From-To

25.1. See Attachment 1

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

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☐ None

Name and address

Date of service
From-To

26a.1. **See Attachment 1**

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address

Date of service
From-To

26b.1. **See Attachment 1**

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address

If any books of account and records are
unavailable, explain why

26c.1. **See Attachment 1**

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None

Name and address

26d.1. **See Attachment 1**

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case? **See Attachment 1**

☐ No

☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the
inventory

Date of inventory

The dollar amount and basis (cost, market,
or other basis) of each inventory

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name

Address

Position and nature of any
interest

% of interest, if
any

Daryl Ribeiro

338 Pier Avenue
Hermosa Beach, CA 90254

Chief Financial Officer

Name

Address

Position and nature of any
interest

% of interest, if
any

My Fit Foods, LLC

PO Box 61027
Potomac, MD 20859

Manager

Debtor **MFF DCK, LLC**

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Name	Address	Position and nature of any interest	% of interest, if any
George Blanco	Enterprise Management Advisors, LLC 601 S. Figueroa St., Suite 4050 Los Angeles, CA 90017	Chief Restructuring Officer	

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions? See Attachment 1

- ☐ No
☐ Yes. Identify below.

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised? See Attachment 1

- ☐ No
☐ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1			
Relationship to debtor			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☐ No
☒ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

My Fit Foods, LLC

EIN: 30-0869866

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

EIN:

Fill in this information to identify the case:

Debtor name MFF DCK, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF TEXAS

Case number (if known) 17-40850-rfn7

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on March 17, 2017


Signature of individual signing on behalf of the debtor

Daryl Ribeiro
Printed name

Position or relationship to debtor Chief Financial Officer

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☐ No
☒ Yes

ATTACHMENT 1

The debtor is unable to provide a complete response to this request at this time given a lack of access to the company books and records to support the debtor's response. All books and records of the debtor including data necessary for the debtor to complete this entry are in the possession of the chapter 7 trustee appointed in this case.

ATTACHMENT 2

Type	Name	Address1	Address2	City	State	Zip
Landlord	1000 Main LLC	Dept. 973	P.O. Box 4346	Houston	Texas	77210-4346
Landlord	4015 Lemmon L.P.	2100 West 7th St		Fort Worth	Texas	76107
Landlord	4200 Lamar Partners LTD	PO Box 660394		Dallas	Texas	75266-0394
Landlord	Billiard Designs, Inc.	2601 West Ln Dr Unit C		Houston	Texas	77027
Landlord	Boyer Hanson Partners	4940 Campus Dr. Ste#D		Newport Beach	California	92660
Landlord	David McMahon	6020 Westheimer Rd		Houston	Texas	77057
Landlord	Family Properties of Chicago LLC	1209 W. Balmoral Ave.		Chicago	Illinois	60640
Landlord	Foothills Shopping Center LLC	5343 North 16th St Ste 290		Phoenix	Arizona	85016
Landlord	Gainey Village Retail Ctr, LLC	PO Box 310300	Property: 251510	Des Moines	Iowa	50331-0300
Landlord	Williams Tower, LP	PO Box 952132		Dallas	Texas	75395-2132
Landlord	Independence Woods, LLC.	PO Box 975245		Dallas	Texas	75397-5245
Landlord	Jim R Smith	1400 Post Oak Blvd Ste 650		Houston	Texas	77056
Landlord	Kagan Realty Investors	8801 Knights Rd		Houston	Texas	77054
Landlord	KAPE Property Management Co	PO Box 6474		Beverly Hills	California	90212-1474
Landlord	Lake Pointe Shopping Center, LP	PO Box 301679		Dallas	Texas	75303-1679
Landlord	Mockingbird Park LTD	4560 Beltline Rd. Ste. #400		Addison	Texas	75001
Landlord	North Hills C/O Regency Centers, LP	PO Box 676473		Dallas	Texas	75267-6473
Landlord	PMT Partners XI Ltd.	109 N. Post Oak Ste 550		Houston	Texas	77024
Landlord	CFC Transactions LLC	7347 Solution Center	Lockbox 777347	Chicago	Illinois	60677-7003
Landlord	RPI Management	5333 Gullfion St		Houston	Texas	77081
Landlord	SF/Voss LTD	Dept. 989	P.O. Box 4346	Houston	Texas	77210
Landlord	Shea & Tatum Associates LP	Dept 329777 20309 42562	PO Box 73001	Cleveland	Ohio	44193
Landlord	Revesco (USA) Properties of Highland Knolls, LLP.	5291 E. Yale Avenue		Denver	Colorado	80222
Landlord	Tech Ridge Center C/O Regency Centers	PO Box 677493		Dallas	Texas	75267-7493

Landlord	Timber Prairie LP	PO BOX 660394	Dallas	Texas	75266-0394
Landlord	VPBH Associates LP	Dept. 306	Houston	Texas	77210-4346
Landlord	Weingarten Realty	PO Box 301074	Dallas	Texas	75303-1074
		11455 El Camino Real			
Landlord	AAT Alamo Quarry, LLC.	Ste#200	San Diego	California	92130-2047
Landlord	Brentwood Shopping Center	11701 Wilshire Blvd #7	Los Angeles	California	90025
		2001 North Halsted St. Ste.			
Landlord	157 West North Ave., LLC	302	Chicago	Illinois	60614
	Bradford Management				
Landlord	Company	3100 McKinnon St. Ste. #400	Dallas	Texas	75201
		7904 N. Sam Houston Pkwy.			
Landlord	Spring Cypress Village, L.P.	4th Floor	Houston	Texas	77064
Landlord	Lakeside Retail, L.P., Dept. 377"	PO Box 204496	Dallas	Texas	75320-4496
				Massachus	
Landlord	Acadia 639 West Diversey, LLC	PO Box 415980	Boston	etts	02241-5980
	Ventura Boulevard Associates,	12616 Ventura Boulevard -			
Landlord	LTD.	2nd Floor	Studio City,	California	91604
Landlord	Simha Partnership	P.O. Box 15996	Beverly Hills	California	90209-1996
Landlord	Pacific Castle MGMT, Inc.	P.O. Box 745879	Los Angeles	California	90074-5879
	Prescott Interests Lovers /				
Landlord	Inwood, LTD	7979 Inwood Road Ste#225	Dallas,	Texas	75209-3376
Landlord	HEB Grocery Company, LP	Dept 919	Houston	Texas	77210
	South Memorial Development				
Landlord	Group, LLC.	Attn: Bob Burke	Tulsa	Oklahoma	74137
	Tulsa Real Estate Investment				
Landlord	Limited, L.P.	4428 S. Florence Ave.	Tulsa	Oklahoma	74105
Landlord	WSG Wyndham Plaza, LTD.	PO Box 205153	Dallas	Texas	75320-5153
Landlord	CP/IPERS Austin Lake, LLC.	c/o Clarion Partners	Dallas	Texas	75373-2568
Landlord	LC2 Realty, LLC.	2901 Barton Skyway #1808	Austin	Texas	78746
Landlord	RKJR Properties, LTD	5934 Royal Lane, Ste. #250	Dallas	Texas	75230
Landlord	Frisco Gate Shopping Center				
	Dallas, TX. Limited Partnership	P.O. Box 93070	Rochester,	New York	14692

Landlord	Polo Towne Crossing Plano, TX.	9330 LBJ Fwy., Ste. #1080	Dallas	Texas	75243-3445
Landlord	Limited Partnership	307 E. 2nd Street	Austin	Texas	78701
Landlord	Knight Real Estate Corp	Dept #2614	Atlanta	Georgia	30353-6856
	Edens Limited Partnership		P.O. Box 536856		
			1568 Solutions		
Landlord	Clybourn Commons	C/O Regency Centers, L.P.	Chicago	Illinois	60677-1005
	CH Realty VI/R Houston Wood				
Landlord	Ridge Pad Site, L.P.	P.O. Box 4615	Houston	Texas	77210
Landlord	GRI West Woods, LLC.	P.O. Box 664001	Dallas	Texas	75266-4001
Landlord	MFF HB, LLC.	1820 South Elena Ave. Ste L	Redondo Beach	California	90277
	SCG River Park Business Center,				
Landlord	L.P."	P.O. Box 847551	Dallas	Texas	75284-7551
	Garden Fresh Restaurant Corp				
	dba Souplantation/Sweet	15822 Bernardo Center Dr.			
Landlord	Tomatoes	Ste. #A	San Diego	California	92127